



Entered on Docket  
March 11, 2009

A handwritten signature in dark ink, appearing to read "Linda B. Riegle".

Hon. Linda B. Riegle  
United States Bankruptcy Judge

**LEWIS AND ROCA LLP**

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*Attorneys for USACM Liquidating Trust*

**UNITED STATES BANKRUPTCY COURT**  
**DISTRICT OF NEVADA**

In re:

USA COMMERCIAL MORTGAGE COMPANY,

USA CAPITAL REALTY ADVISORS, LLC,<sup>1</sup>

USA CAPITAL DIVERSIFIED TRUST DEED  
FUND, LLC,

USA CAPITAL FIRST TRUST DEED FUND, LLC,<sup>2</sup>

USA SECURITIES, LLC,<sup>3</sup>

Debtors.

**Affects:**

- ☐ All Debtors
- ☒ USA Commercial Mortgage Company
- ☐ USA Capital Realty Advisors, LLC
- ☐ USA Capital Diversified Trust Deed Fund, LLC
- ☐ USA Capital First Trust Deed Fund, LLC
- ☐ USA Securities, LLC

Case No. BK-S-06-10725-LBR  
Case No. BK-S-06-10726-LBR<sup>1</sup>  
Case No. BK-S-06-10727-LBR  
Case No. BK-S-06-10728-LBR<sup>2</sup>  
Case No. BK-S-06-10729-LBR<sup>3</sup>

**CHAPTER 11**

Jointly Administered Under  
Case No. BK-S-06-10725 LBR

**ORDER SUSTAINING THIRD OMNIBUS  
OBJECTION OF USACM TRUST TO  
PROOFS OF CLAIM BASED UPON  
PALM TERRACE LITIGATION**

Hearing Date: February 20, 2009  
Hearing Time: 9:30 a.m.

<sup>1</sup> This bankruptcy case was closed on September 23, 2008.

<sup>2</sup> This bankruptcy case was closed on October 12, 2007.

<sup>3</sup> This bankruptcy case was closed on December 21, 2007.

1 The Court having considered the "Third Omnibus Objection of USACM Trust To  
2 Proofs of Claim Based Upon Palm Terrace Litigation" [Docket No. 6754] (the  
3 "Objection"); with appearances as set forth in the record at the hearing noted above;  
4 appropriate notice of the Objection having been given; with one response to the Objection  
5 having been filed by Wow Enterprises, Inc.; and good cause appearing:

6 **IT IS HEREBY ORDERED** that:

- 7 1. The Objection is sustained in full as to all of the claims listed on Exhibit A  
8 to this order except Claim No. 10725-01056 filed by Wow Enterprises, Inc.  
9 As to Claim No. 10725-01056 filed by Wow Enterprises, Inc. the Objection  
10 is sustained in part;
- 11 2. The claims listed on Exhibit A, except for Claim No. 10725-01056 filed by  
12 Wow Enterprises, Inc., are disallowed in their entirety. Claim No. 10725-  
13 01056 filed by Wow Enterprises, Inc. is a claim for \$2,000,000 and it is  
14 disallowed to the extent it exceeds \$184,965.74.
- 15 3. The Court will hold a scheduling conference for what remains of the  
16 Objection to Claim No. 10725-01056 filed by Wow Enterprises, Inc. on  
17 April 10, 2009 at 9:30.
- 18 4. The parties will submit a joint scheduling memorandum at least three days  
19 before the scheduling conference.

20 PREPARED AND RESPECTFULLY SUBMITTED BY:

21 **LEWIS AND ROCA LLP**

22 By /s/ John Hinderaker (018024)

23 Rob Charles  
24 John Hinderaker

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LEWIS  
AND  
ROCA  
LLP  
LAWYERS

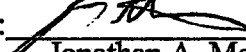
1 APPROVED/DISAPPROVED

2

3 By: \_\_\_\_\_  
4 August Landis  
Assistant United States Trustee

5 APPROVED/DISAPPROVED

6

7 By:  \_\_\_\_\_  
8 Jonathan A. McMahon  
9 Bruce Piontkowski  
Tingley Piontkowski LLP  
Attorneys for Palm Terrace Claimants

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In accordance with Local Rule 9021, the undersigned certifies:

- ☐ The Court waived the requirements of LR 9021.
- ☐ No parties appeared or filed written objections, and there is no trustee appointed in this case.
- ☒ I have delivered a copy of this proposed order to all counsel who appeared at the hearing, any unrepresented parties who appeared at the hearing, and any trustee appointed in this case, and each has approved or disapproved the order, or failed to respond, as indicated below (list each party and whether the party has approved, disapproved, or failed to respond to the document):

U.S. Trustee:	
<input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input type="checkbox"/> waived the right to review the order and/or	<input checked="" type="checkbox"/> failed to respond to the document
Other Party: Bruce Piontkowski	
<input checked="" type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document

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Submitted by:

**LEWIS AND ROCA LLP**

By: /s/ JH (#018024)

Rob Charles

John Hinderaker

*Attorneys for USACM Liquidating Trust*

## EXHIBIT A

**USA – PALM TERRACE CLAIMS**

<b><u>Claimant's Name and Address</u></b>	<b><u>Claim #</u></b>	<b><u>Claim Amount</u></b>
Palm Terrace Llc c/o Curtis R. Tingley / Bruce Piontkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201	10725-01052	\$2,000,000.00
First Interstate Resource Management Inc c/o Curtis R. Tingley / Bruce Piontkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201	10725-01053	\$2,000,000.00
Fidelity Management Alliance Inc c/o Curtis R. Tingley / Bruce Piontkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201	10725-01054	\$2,000,000.00
Global Property Network Inc c/o Curtis R. Tingley / Bruce Piontkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201	10725-01055	\$2,000,000.00
Wow Enterprises Inc c/o Curtis R. Tingley / Bruce Piontkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201	10725-01056	\$2,000,000.00
Catalyst Funding Corporation c/o Curtis R. Tingley / Bruce Piontkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201	10725-01057	\$2,000,000.00
Advisor Financial Alliance c/o Curtis R. Tingley / Bruce Piontkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201	10725-01058	\$2,000,000.00
Gray, Russell c/o Curtis R. Tingley / Bruce Piontkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201	10725-01059	\$2,000,000.00